



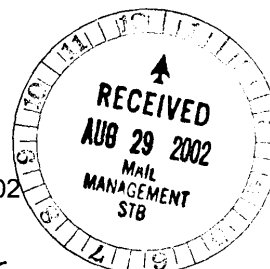
Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-9241

David A. Shelton
Assistant General Solicitor

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August 28, 2002
EQ84-78



VIA AIRBORNE EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D. C. 20423-0001

RECORDATION NO. 6828 FILED

AUG 29 '02 2-51 AM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed please find six (6) counterparts, properly executed and acknowledged, of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Release and Satisfaction and Bill of Sale, a secondary document, dated as of August 16, 2002. The primary document to which this is connected is recorded under Recordation No. 6828.

The names and addresses of the parties to the secondary document are as follows:

Lessor/Trustee: Citibank, N.A. (formerly First National City Bank, the name used in the original filing)
111 Wall Street, 14th Floor
New York, NY 10005

Lessee/Guarantor: Norfolk Southern Railway Company
(formerly Southern Railway Company, the name used in the original filing)
Three Commercial Place
Norfolk, VA 23510

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August 28, 2002
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The equipment originally covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
8	SD 40 Diesel-Electric Locomotives	SOU	3209-3216
299	70-ton Pulpwood Cars	SOU	140201-140499
535	70-ton Box Cars	SOU	525600-525709 529790-529964 549750-549999
18	100-ton Hopper Cars	SOU	79945-79962
1	70-ton Box Car	SOU	540014
1	70-ton Flat Car	SOU	152078
1	70-ton Pulpwood Car	LP	142068
1	100-ton Hopper Car	HT	360378

A recordation fee of \$30.00 is enclosed pursuant to 49 CFR § 1002.2(f)(83). Please return the four extra counterparts and any others not needed by the Board for recordation to me at the above address.

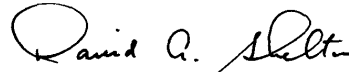
A short summary of the document to appear in the index follows:

Release and Satisfaction and Bill of Sale dated as of August 16, 2002, to terminate Equipment Trust Agreement with Recordation No. 6828, dated as of December 1, 1972, covering 8 SD 40 diesel-electric locomotives numbered 3209-3216, inclusive; 299 70-ton pulpwood cars numbered 140201-140499, inclusive; 535 70-ton box cars numbered 525600-525709, 529790-529964 and 549750-549999, inclusive; 18 100-ton hopper cars numbered 79945-79962, inclusive; 1 70-ton box car numbered 540014; 1 70-ton flat car numbered 152078; 1 70-ton

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pulpwood car numbered 142068; and 1 100-ton hopper car numbered 360378.

Sincerely,

A handwritten signature in cursive script, appearing to read "David A. Shelton". The signature is written in dark ink and is positioned above the printed name.

David A. Shelton

Enclosures

SOUTHERN RAILWAY EQUIPMENT TRUST
No. 6 of 1972

RECORDATION NO. 6828-K FILED

AUG 29 '02 2-51 AM

RELEASE AND SATISFACTION AND BILL OF SALE

SURFACE TRANSPORTATION BOARD

KNOW ALL MEN BY THESE PRESENTS, that Citibank, N.A. (formerly known as First National City Bank) (the "Trustee"), as trustee under an Equipment Trust Agreement dated as of December 1, 1972, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly incorporated and doing business under the name of Southern Railway Company) (the "Railroad"), establishing Southern Railway Equipment Trust No. 6 of 1972 (the "Equipment Trust"), hereby certifies that all the interest on, and all the principal of, the Equipment Trust Certificates issued under said Agreement have been fully paid or payment duly provided for, and that all the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, without warranty or guaranty of any kind, whether express or implied, all the Trustee's right, title and interest in and to all the railroad equipment of every kind and character described in the Agreement, without any representation as to the present existence or condition of said equipment or whether it is now in the possession of Railroad.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its corporate officers under its corporate seal, this 16th day of AUGUST, 2002.

CITIBANK, N.A., as Trustee

By: 

P. DeFelice
Vice President

Title: _____

ATTEST:

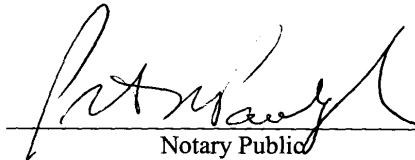


NANCY FORTE
Assistant Vice President

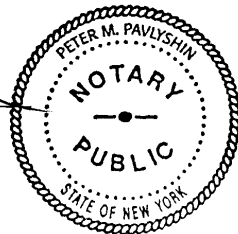
Title: _____

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)
)
CITY OF NEW YORK)

On this 16th day of AUGUST, 2002, before me, a Notary Public,
personally appeared P. DeFelice, to me personally known, who, being by me duly
sworn, says he is a Vice President of Citibank, N.A., that the seal affixed to the
foregoing instrument is the corporate seal of said corporation, that said instrument was signed
and sealed on behalf of said corporation by authority of its Board of Directors, and he
acknowledged that the execution of the foregoing instrument was the free act and deed of said
corporation.



Notary Public



My commission expires:

PETER M. PAVLYSHIN
Notary Public, State of New York
No. 41-4991297
Qualified in Queens County
Certificate Filed in New York County
Commission Expires January 27, 2006